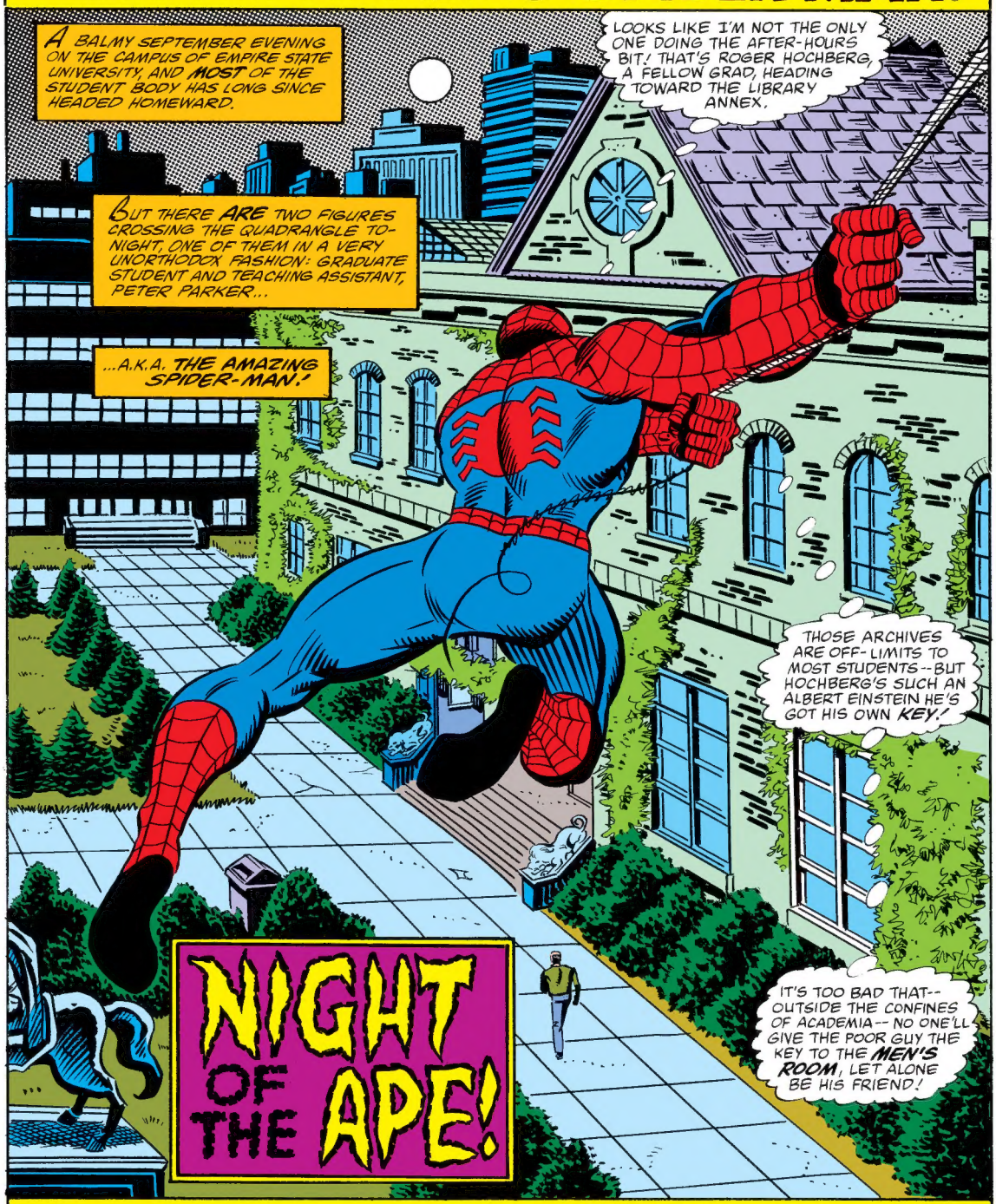
MARVEL® COMICS GROUP
50¢
223
DEC
02457
BEGINNING SEPT. 12th ON NBC
SPIDER-MAN
AND HIS AMAZING FRIENDS!
APPROVED BY THE COMICS CODE AUTHORITY
the AMAZING SPIDER-MAN®
©1981 MARVEL COMICS GROUP
TM
SUDDENLY...
THE SUPER-APES!
ALL-NEW THRILLS AND CHILLS AS SPIDER-MAN DARES THE WRATH OF THE...
RED GHOST!

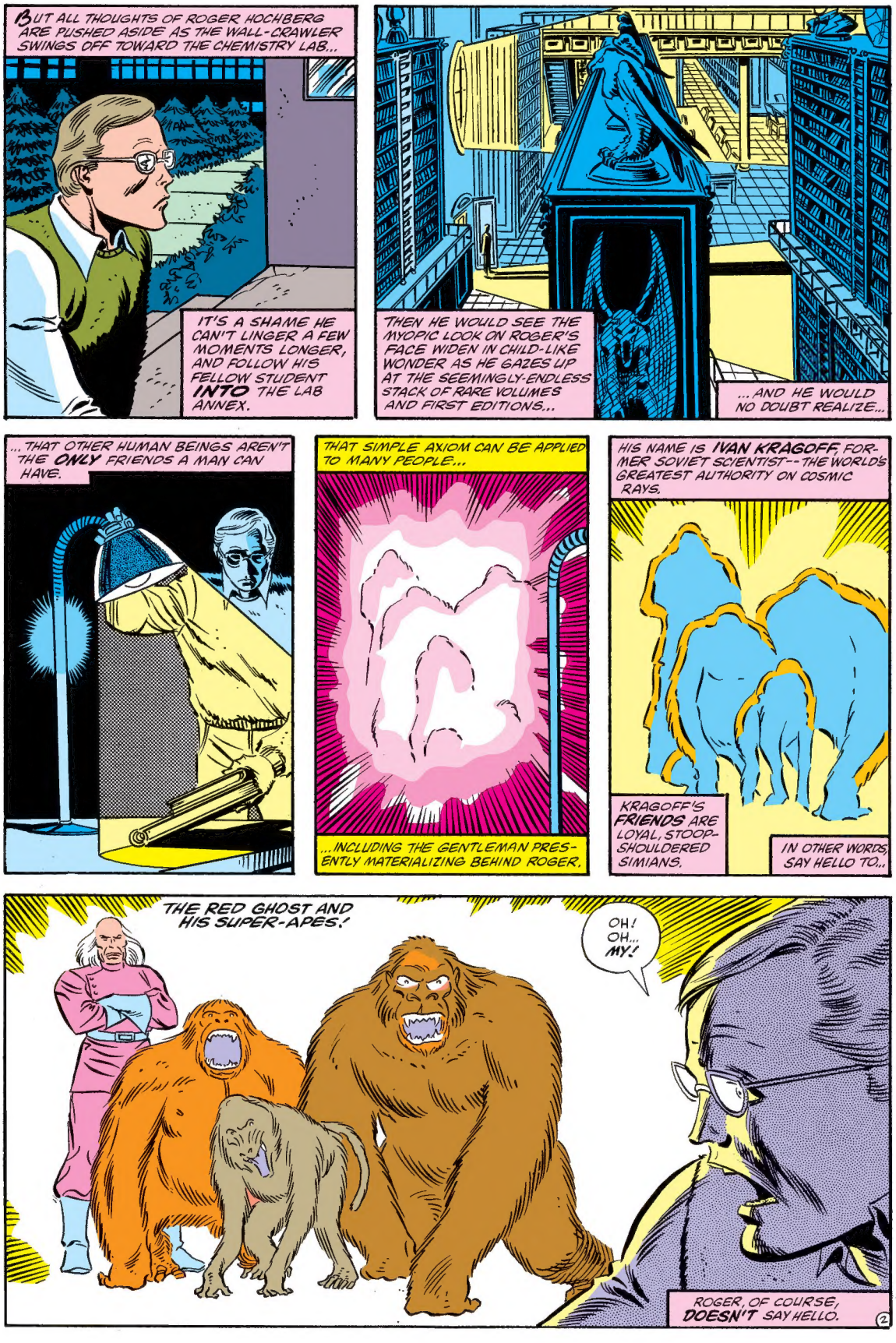
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

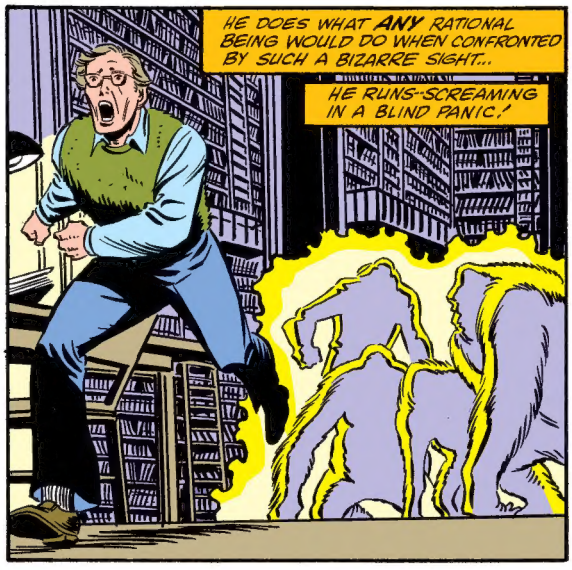
Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®



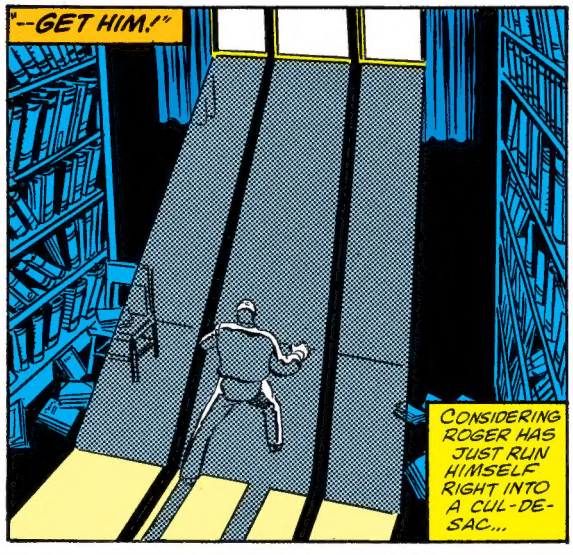
O'NEIL (PLOT) * DEMATTEIS (SCRIPT) * ROMITA, JR. (PENCILS) * MILGROM (INKS) * PARKER, letters WEIN, colors * DEFALCO (EDITS) * SHOOTER (KIBBITZ)

© 2015 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. WWW.MARVEL.COM


BUT ALL THOUGHTS OF ROGER HOCHBERG ARE PUSHED ASIDE AS THE WALL-CRAWLER SWINGS OFF TOWARD THE CHEMISTRY LAB...
IT'S A SHAME HE CAN'T LINGER A FEW MOMENTS LONGER, AND FOLLOW HIS FELLOW STUDENT INTO THE LAB ANNEX.
THEN HE WOULD SEE THE MYOPIC LOOK ON ROGER'S FACE WIDEN IN CHILD-LIKE WONDER AS HE GAZES UP AT THE SEEMINGLY-ENDLESS STACK OF RARE VOLUMES AND FIRST EDITIONS...
... AND HE WOULD NO DOUBT REALIZE...
... THAT OTHER HUMAN BEINGS AREN'T THE ONLY FRIENDS A MAN CAN HAVE.
THAT SIMPLE AXIOM CAN BE APPLIED TO MANY PEOPLE...
... INCLUDING THE GENTLEMAN PRESENTLY MATERIALIZING BEHIND ROGER.
HIS NAME IS IVAN KRAGOFF, FORMER SOVIET SCIENTIST--THE WORLD'S GREATEST AUTHORITY ON COSMIC RAYS.
KRAGOFF'S FRIENDS ARE LOYAL, STOOP-SHOULDERED SIMIANS.
IN OTHER WORDS, SAY HELLO TO...
THE RED GHOST AND HIS SUPER-APES!
OH! OH... MY!
ROGER, OF COURSE, DOESN'T SAY HELLO.
2

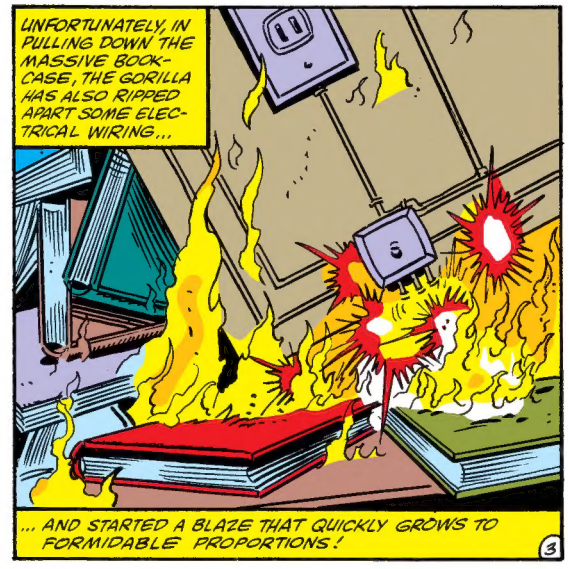

HE DOES WHAT ANY RATIONAL BEING WOULD DO WHEN CONFRONTED BY SUCH A BIZARRE SIGHT...
HE RUNS--SCREAMING IN A BLIND PANIC!

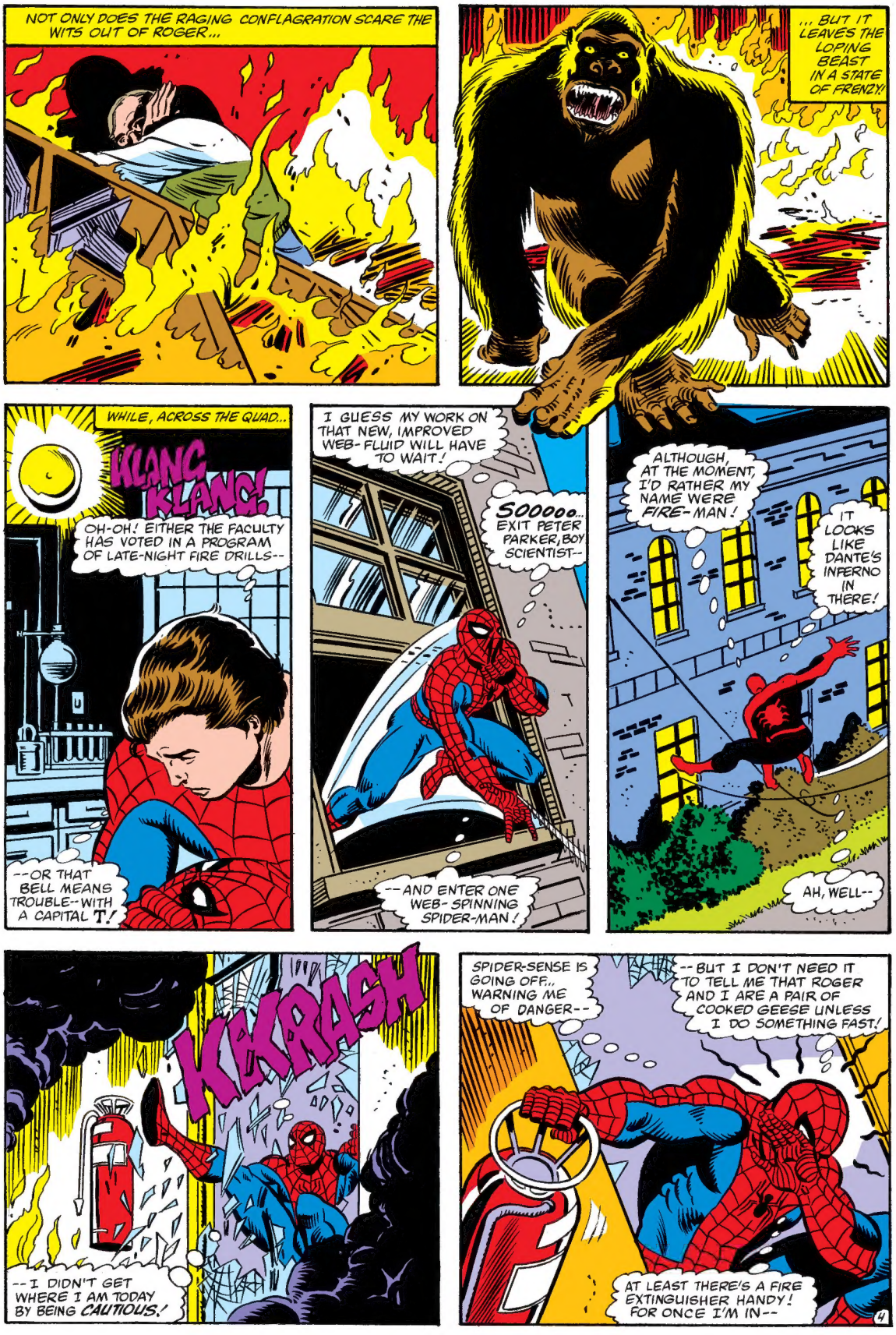
OF ALL THE CURSED LUCK! WHO WOULD HAVE EXPECTED TO FIND SOMEONE HERE AT THIS HOUR?
DON'T JUST STAND THERE GAWKING, MY PETS--

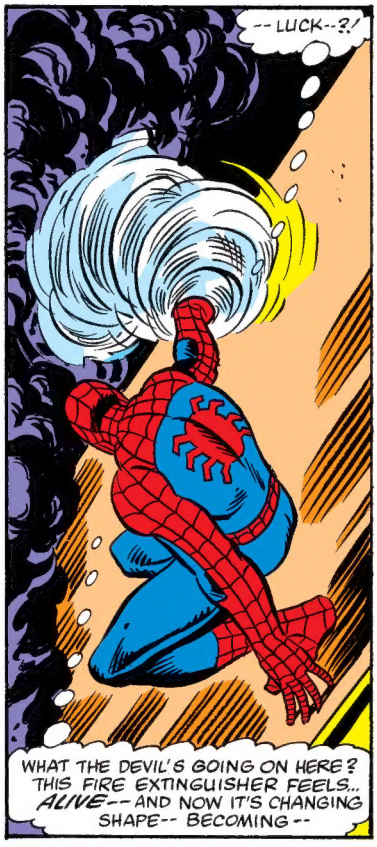

"--GET HIM!"
CONSIDERING ROGER HAS JUST RUN HIMSELF RIGHT INTO A CUL-DE-SAC...

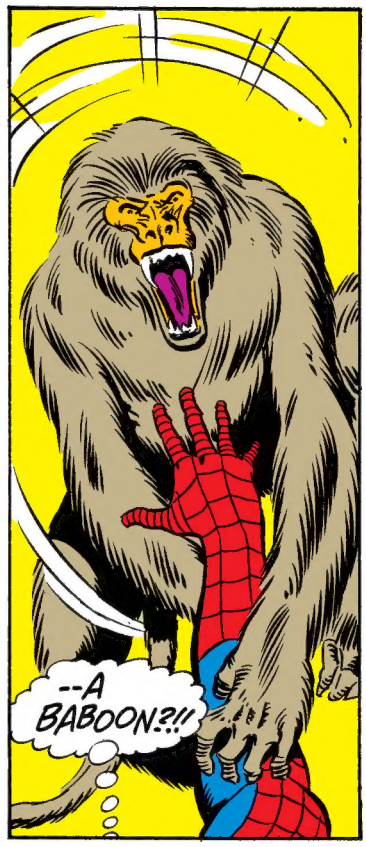
...HE SHOULD PROVE VERY EASILY "GOT"!
NO--PLEASE--WHATEVER YOU ARE--
--DON'T HURT ME!
THE APE'S SOLE REPLY IS A SUB-GUTTURAL GRUNT...

...AND AN AWESOME DISPLAY THAT PROVES BOTH HIS UNBELIEVABLE STRENGTH...
... AS WELL AS HIS UTTER DISREGARD FOR THINGS LITERARY!


UNFORTUNATELY, IN PULLING DOWN THE MASSIVE BOOKCASE, THE GORILLA HAS ALSO RIPPED APART SOME ELECTRICAL WIRING...
... AND STARTED A BLAZE THAT QUICKLY GROWS TO FORMIDABLE PROPORTIONS!

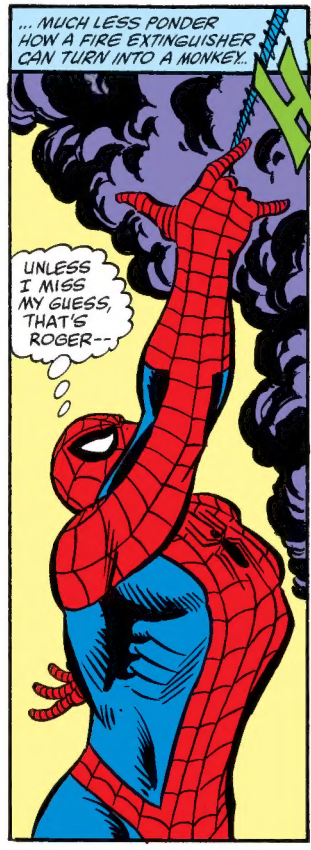

NOT ONLY DOES THE RAGING CONFLAGRATION SCARE THE WITS OUT OF ROGER...
... BUT IT LEAVES THE LOPING BEAST IN A STATE OF FRENZY!
WHILE, ACROSS THE QUAD...
KLANG KLANG!
OH-OH! EITHER THE FACULTY HAS VOTED IN A PROGRAM OF LATE-NIGHT FIRE DRILLS--
--OR THAT BELL MEANS TROUBLE--WITH A CAPITAL T!
I GUESS MY WORK ON THAT NEW, IMPROVED WEB-FLUID WILL HAVE TO WAIT!
SOOOOO... EXIT PETER PARKER, BOY SCIENTIST--
--AND ENTER ONE WEB-SPINNING SPIDER-MAN!
ALTHOUGH, AT THE MOMENT, I'D RATHER MY NAME WERE FIRE-MAN!
IT LOOKS LIKE DANTE'S INFERNO IN THERE!
AH, WELL--
KKRASH
--I DIDN'T GET WHERE I AM TODAY BY BEING CAUTIOUS!
SPIDER-SENSE IS GOING OFF... WARNING ME OF DANGER--
--BUT I DON'T NEED IT TO TELL ME THAT ROGER AND I ARE A PAIR OF COOKED GEESE UNLESS I DO SOMETHING FAST!
AT LEAST THERE'S A FIRE EXTINGUISHER HANDY! FOR ONCE I'M IN--
4

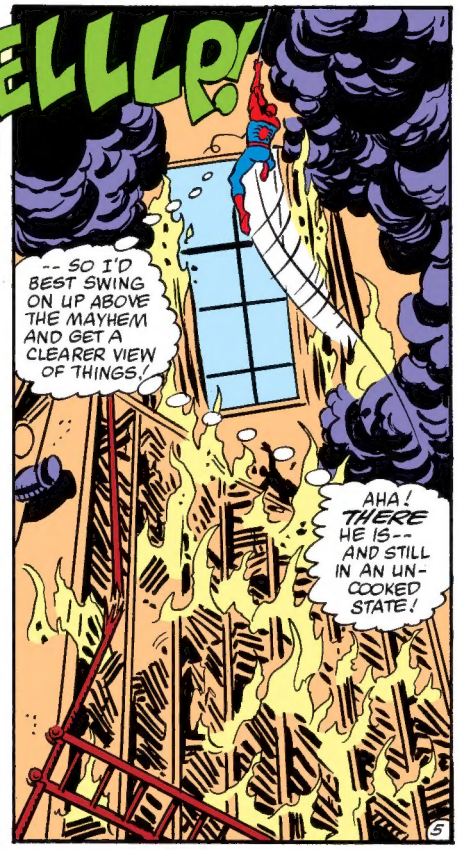

-- LUCK--?!
WHAT THE DEVIL'S GOING ON HERE? THIS FIRE EXTINGUISHER FEELS.. ALIVE-- AND NOW IT'S CHANGING SHAPE-- BECOMING --

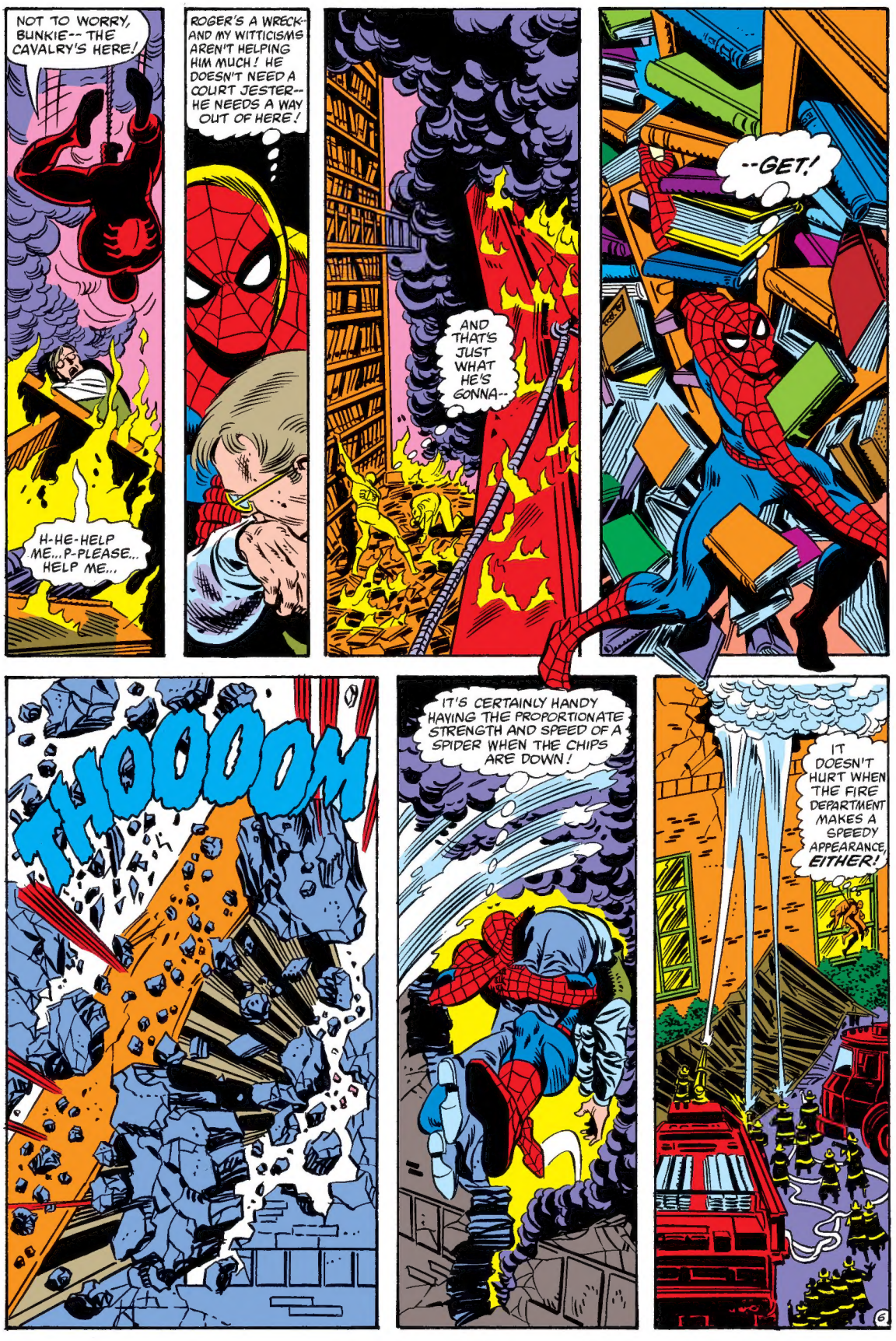

--A BABOON?!!

WAPP!
WHETHER IT IS THE RESULT OF LIGHTNING-FAST REFLEXES OR JUST THE RESPONSE OF AN EXTREMELY STARTLED MAN, EVEN SPIDEY DOESN'T KNOW...

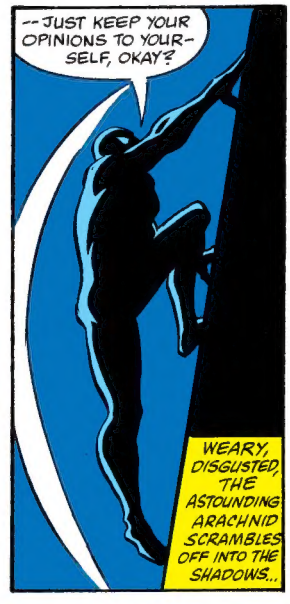
BUT THE WILD-EYED SIMIAN IS SUMMARILY BEATEN BACK BEFORE IT HAS A CHANCE TO SINK ITS FANGS INTO OUR HERO'S FLESH.
AND, BEFORE THE STUNNED WEB-HEAD CAN EVEN PAUSE TO CATCH HIS BREATH...


... MUCH LESS PONDER HOW A FIRE EXTINGUISHER CAN TURN INTO A MONKEY..
HELLLP!
UNLESS I MISS MY GUESS, THAT'S ROGER--

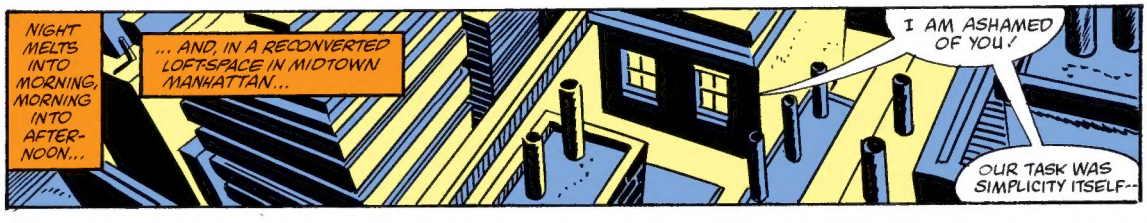

-- SO I'D BEST SWING ON UP ABOVE THE MAYHEM AND GET A CLEARER VIEW OF THINGS.!
AHA! THERE HE IS-- AND STILL IN AN UN-COOKED STATE!


NOT TO WORRY, BUNKIE-- THE CAVALRY'S HERE!
H-HE-HELP ME... P-PLEASE... HELP ME...
ROGER'S A WRECK AND MY WITTICISMS AREN'T HELPING HIM MUCH! HE DOESN'T NEED A COURT JESTER-- HE NEEDS A WAY OUT OF HERE!
AND THAT'S JUST WHAT HE'S GONNA--
--GET!
THOOOOM
IT'S CERTAINLY HANDY HAVING THE PROPORTIONATE STRENGTH AND SPEED OF A SPIDER WHEN THE CHIPS ARE DOWN!
IT DOESN'T HURT WHEN THE FIRE DEPARTMENT MAKES A SPEEDY APPEARANCE, EITHER!
6

IT DOESN'T ?
ALL RIGHT, YOU MASKED MANIAC--IF YOU THINK YOU'RE GONNA GET AWAY WITH THIS LITTLE ARSON JOB--
YOU THINK THAT I--?!
WHEN THIS GUY COMES AROUND, I THINK HE'LL TELL A DIFFERENT TALE. BUT UNTIL THEN, BOZO--


--JUST KEEP YOUR OPINIONS TO YOURSELF, OKAY?
WEARY, DISGUSTED, THE ASTOUNDING ARACHNID SCRAMBLES OFF INTO THE SHADOWS...

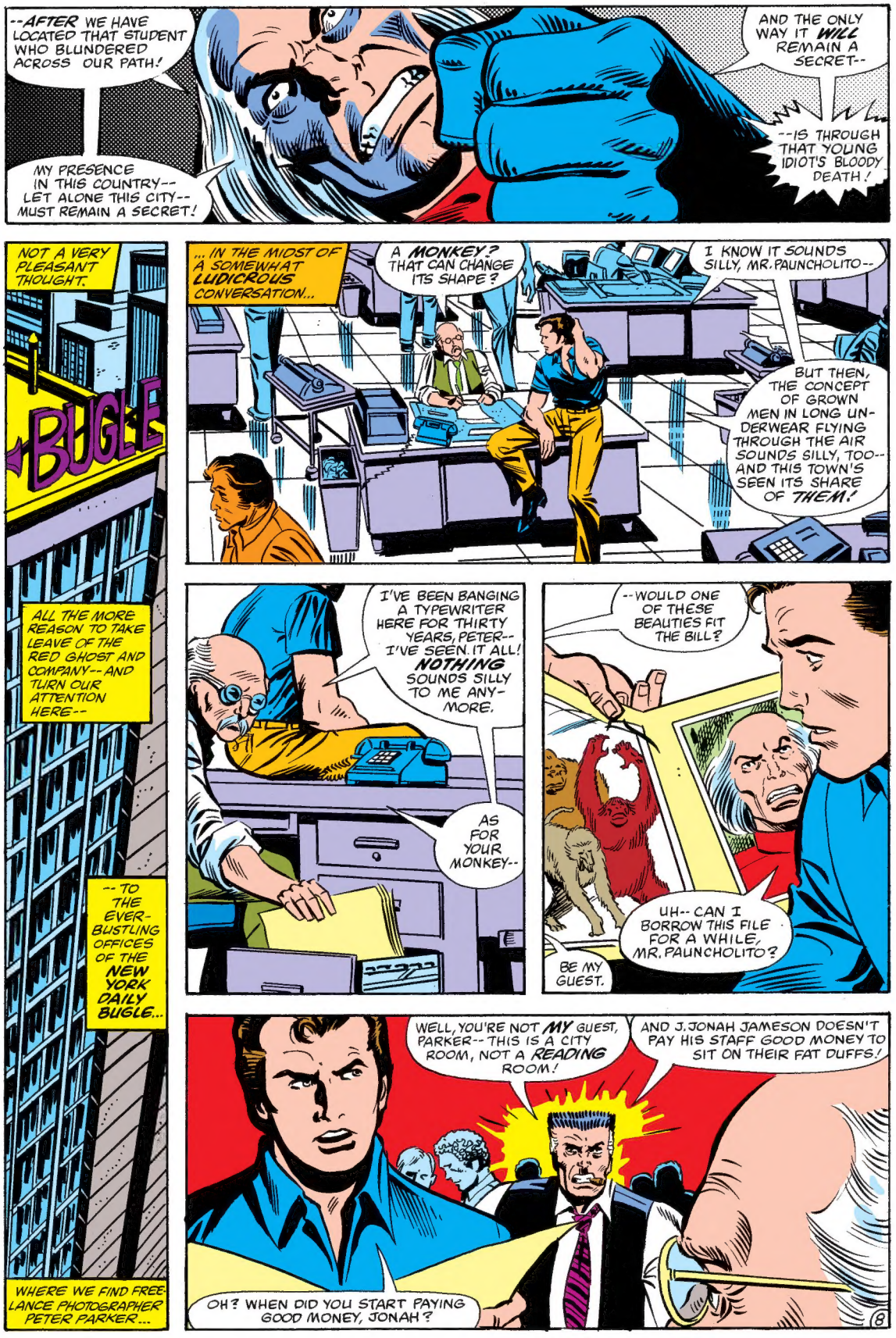
...AS DOES AN EQUALLY-DISGUSTED RED GHOST.
FOR THE MOMENT, KRAG-OFF IS AS IGNORANT OF SPIDER-MAN'S PRESENCE ON THE SCENE AS THE WALL-CRAWLER IS OF HIS.


NIGHT MELTS INTO MORNING, MORNING INTO AFTERNOON...
...AND, IN A RECONVERTED LOFTSPACE IN MIDTOWN MANHATTAN...
I AM ASHAMED OF YOU!
OUR TASK WAS SIMPLICITY ITSELF--

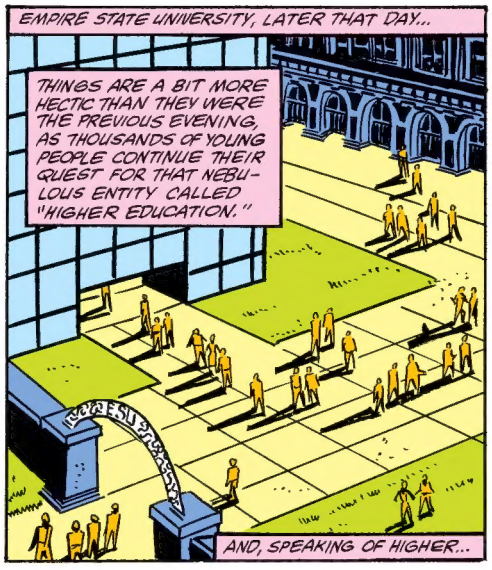
--AND YOU FAILED ME!
WE HAD ONLY TO LOCATE A RARE MATHEMATICAL TREATISE WHICH WOULD PROVE AN INVALUABLE AID IN MY ATTEMPT TO INCREASE OUR COSMIC-RAY INDUCED POWERS!
WAS THAT SO HARD?

DID YOU HAVE TO BRING FLAMING RUIN DOWN UPON OUR HEADS?
DID YOU HAVE TO ACT LIKE CHILDISH SHOW-OFFS INSTEAD OF MATURE ADULTS?

ONLY YOU, PEOTOR, PERFORMED WITH DECORUM-- AND YOU SHALL BE REWARDED--
REEEP?

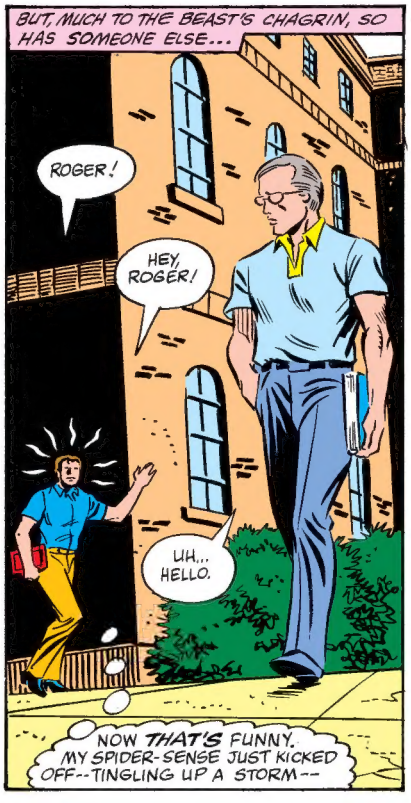

--AFTER WE HAVE LOCATED THAT STUDENT WHO BLUNDERED ACROSS OUR PATH!
MY PRESENCE IN THIS COUNTRY-- LET ALONE THIS CITY-- MUST REMAIN A SECRET!
AND THE ONLY WAY IT WILL REMAIN A SECRET--
--IS THROUGH THAT YOUNG IDIOT'S BLOODY DEATH!
NOT A VERY PLEASANT THOUGHT.
BUGLE
ALL THE MORE REASON TO TAKE LEAVE OF THE RED GHOST AND COMPANY-- AND TURN OUR ATTENTION HERE--
-- TO THE EVER-BUSTLING OFFICES OF THE NEW YORK DAILY BUGLE...
WHERE WE FIND FREE-LANCE PHOTOGRAPHER PETER PARKER...
... IN THE MIDST OF A SOMEWHAT LUDICROUS CONVERSATION...
A MONKEY? THAT CAN CHANGE ITS SHAPE?
I KNOW IT SOUNDS SILLY, MR. PAUNCHOLITO--
BUT THEN, THE CONCEPT OF GROWN MEN IN LONG UNDERWEAR FLYING THROUGH THE AIR SOUNDS SILLY, TOO-- AND THIS TOWN'S SEEN ITS SHARE OF THEM!
I'VE BEEN BANGING A TYPEWRITER HERE FOR THIRTY YEARS, PETER-- I'VE SEEN IT ALL! NOTHING SOUNDS SILLY TO ME ANYMORE.
AS FOR YOUR MONKEY--
--WOULD ONE OF THESE BEAUTIES FIT THE BILL?
UH-- CAN I BORROW THIS FILE FOR A WHILE, MR. PAUNCHOLITO?
BE MY GUEST.
WELL, YOU'RE NOT MY GUEST, PARKER-- THIS IS A CITY ROOM, NOT A READING ROOM!
AND J. JONAH JAMESON DOESN'T PAY HIS STAFF GOOD MONEY TO SIT ON THEIR FAT DUFFS!
OH? WHEN DID YOU START PAYING GOOD MONEY, JONAH?

WAS THAT A WISE CRACK, PARKER?
FROM ME? PERISH THE THOUGHT.
YOU'LL PERISH-- AND FAST-- IF YOU DON'T GET TO WORK AND BRING ME SOME HOT NEWS PHOTOS.
RIGHT, :KOFF: J.J.J. :KOFF: WHATEVER YOU :KOFF: SAY!

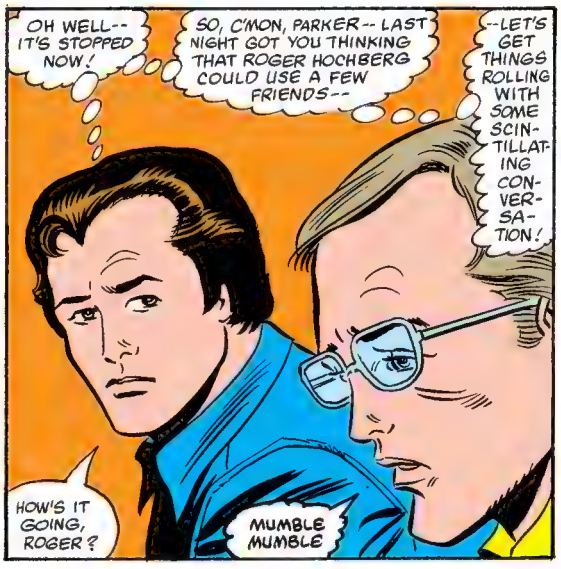

EMPIRE STATE UNIVERSITY, LATER THAT DAY...
THINGS ARE A BIT MORE HECTIC THAN THEY WERE THE PREVIOUS EVENING, AS THOUSANDS OF YOUNG PEOPLE CONTINUE THEIR QUEST FOR THAT NEBULOUS ENTITY CALLED "HIGHER EDUCATION."
AND, SPEAKING OF HIGHER...

...A CERTAIN BALEFUL BABOON IS PERCHED ON A NEARBY ROOFTOP, SCANNING THE CROWD BELOW FOR A BESPECTACLED SCHOLAR.

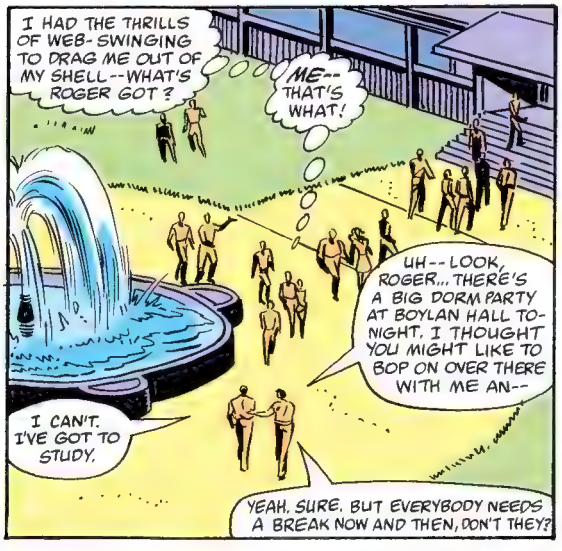
GROWWR
APPARENTLY, HE'S FOUND HIM.

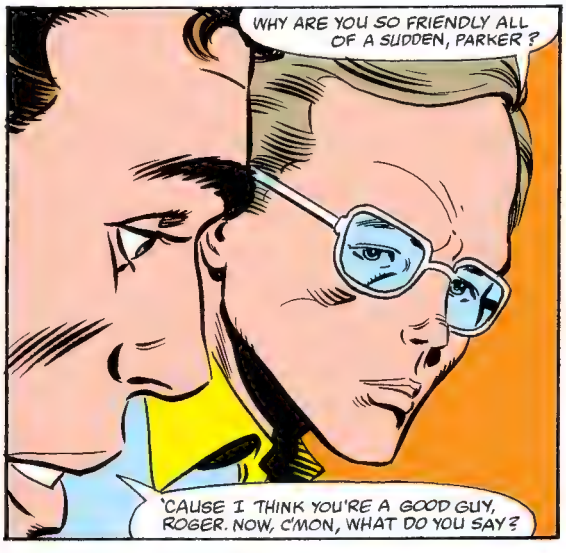

BUT, MUCH TO THE BEAST'S CHAGRIN, SO HAS SOMEONE ELSE...
ROGER!
HEY, ROGER!
UH... HELLO.
NOW THAT'S FUNNY. MY SPIDER-SENSE JUST KICKED OFF--TINGLING UP A STORM--

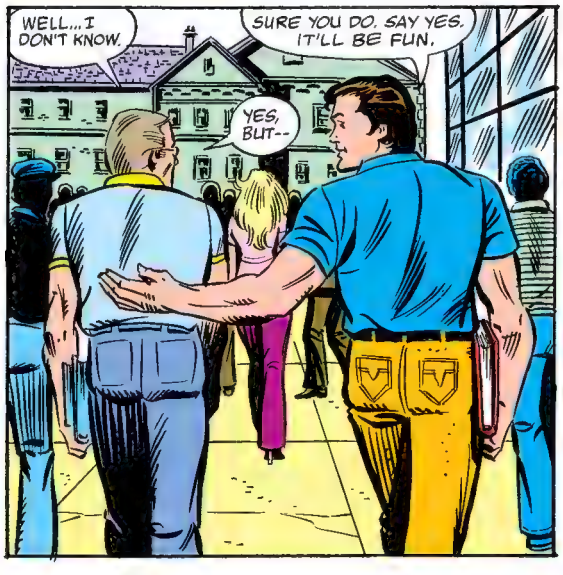
--I WONDER WHY?

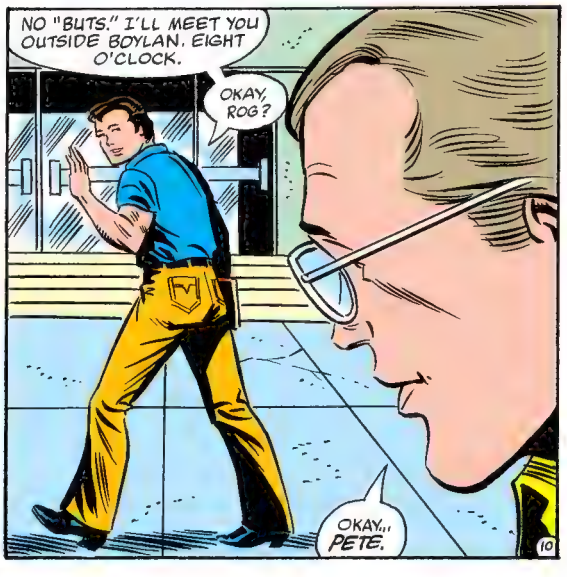

OH WELL-- IT'S STOPPED NOW!
SO, C'MON, PARKER-- LAST NIGHT GOT YOU THINKING THAT ROGER HOCHBERG COULD USE A FEW FRIENDS--
--LET'S GET THINGS ROLLING WITH SOME SCINTILLATING CONVERSATION!
HOW'S IT GOING, ROGER?
MUMBLE MUMBLE

GREAT. WE'RE REALLY WHIZZING ALONG NOW!
FACE IT, PARKER--YOU WANT TO REACH OUT TO ROGER... AND FOR A VERY SIMPLE REASON.
THE GUY'S A SHY, INTROVERTED BOOKWORM-- A LOT LIKE YOU WERE UNTIL A LITTLE RADIOACTIVE SPIDER CRAWLED INTO YOUR LIFE.

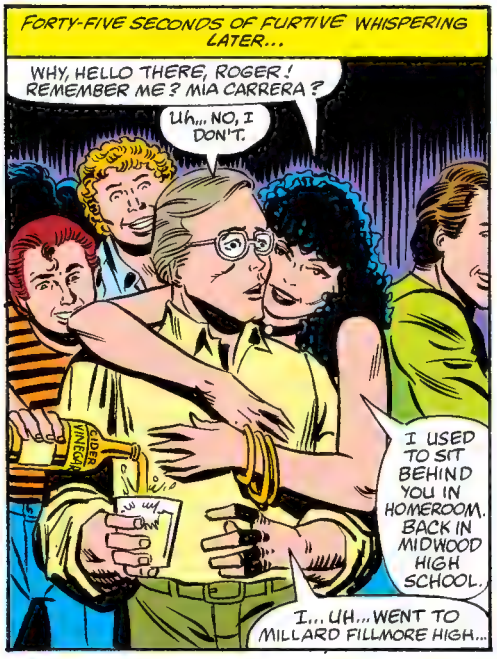

I HAD THE THRILLS OF WEB-SWINGING TO DRAG ME OUT OF MY SHELL--WHAT'S ROGER GOT?
ME-- THAT'S WHAT!
UH--LOOK, ROGER... THERE'S A BIG DORM PARTY AT BOYLAN HALL TONIGHT. I THOUGHT YOU MIGHT LIKE TO BOP ON OVER THERE WITH ME AN--
I CAN'T. I'VE GOT TO STUDY.
YEAH. SURE. BUT EVERYBODY NEEDS A BREAK NOW AND THEN, DON'T THEY?


WHY ARE YOU SO FRIENDLY ALL OF A SUDDEN, PARKER?
'CAUSE I THINK YOU'RE A GOOD GUY, ROGER. NOW, C'MON, WHAT DO YOU SAY?

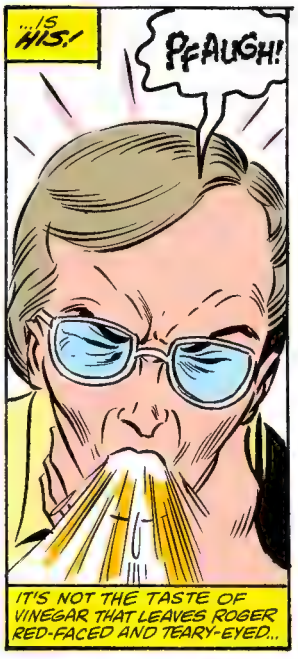

WELL... I DON'T KNOW.
SURE YOU DO. SAY YES. IT'LL BE FUN.
YES, BUT--


NO "BUTS." I'LL MEET YOU OUTSIDE BOYLAN. EIGHT O'CLOCK.
OKAY, ROG?
OKAY... PETE.

MORE-THAN-SLIGHTLY BE-FUDDLED, ROGER HEADS ON TO CLASS.
BETWEEN THE FIRE IN THE ANNEX (THE DETAILS OF WHICH REMAIN CLOUDED IN HIS MIND) AND THIS SUDDEN OFFER OF FRIENDSHIP...
...IT HAS BEEN A VERY STRANGE DAY.
AND IT'S ABOUT TO GET STRANGER.
GOOD WORK, MY PET. THAT IS INDEED OUR QUARRY.
I DO NOT KNOW WHY HE HAS NOT STEPPED FORWARD AND IDENTIFIED US--BUT WE CANNOT AFFORD TO WAIT AND FIND OUT.
THIS BOY MUST DIE.
AND HE WILL DIE--
--TONIGHT.
BOYLAN HALL. 8:12 P.M.
THE MUSIC OF GRAHAM PARKER BLARES FROM FOUR MASSIVE QUADROPHONIC SPEAKERS.
A HUNDRED VOICES BUZZ, CHATTER, GIGGLE, AND SHRIEK.
THE AIR IS PREGNANT WITH A SWEET, SMOKY SCENT.
AND, INTO THIS MODERN-DAY BACCHANAL STRIDE...
...TWO FUN GUYS.
I THINK THIS IS A MISTAKE, PETER. I DON'T FIT IN WITH THESE PEOPLE.
I FEEL STUPID, OUT OF PLACE.
JUST RELAX, ROGER. YOU'LL SEE--
--YOU'RE GONNA HAVE THE BEST NIGHT OF YOUR LIFE.
WELL--WILL YA LOOK WHAT THE WIND BLEW IN?
WE MIGHT AS WELL SPLIT. THIS PARTY'S GOIN' DOWNHILL FROM HERE.
BUT SOME SEE THE NEW ARRIVALS AS HARBINGERS OF BETTER TIMES TO COME...
HEY, MIA--LISTEN, I'VE GOT A GREAT IDEA, Y'SEE MISTER PERSONALITY OVER THERE...


FORTY-FIVE SECONDS OF FURTIVE WHISPERING LATER...
WHY, HELLO THERE, ROGER! REMEMBER ME? MIA CARRERA?
UH... NO, I DON'T.
I USED TO SIT BEHIND YOU IN HOMEROOM. BACK IN MIDWOOD HIGH SCHOOL.
I... UH... WENT TO MILLARD FILLMORE HIGH...

OH, SORRY,
MY MISTAKE.
BUT THE MISTAKE, ROGER IS ABOUT TO LEARN...

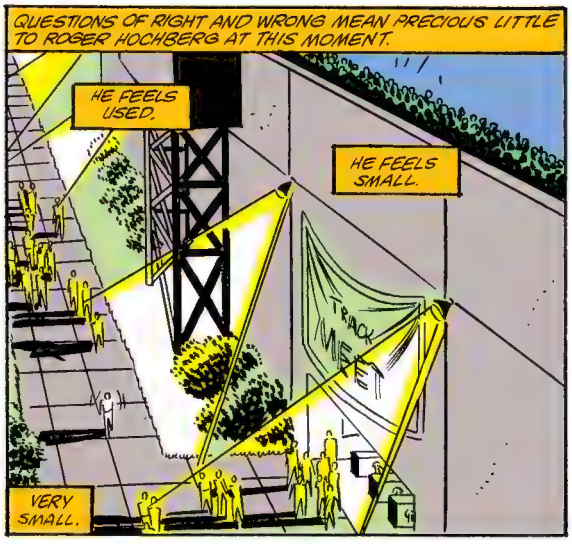

...IS HIS!
PFAUGH!
IT'S NOT THE TASTE OF VINEGAR THAT LEAVES ROGER RED-FACED AND TEARY-EYED...

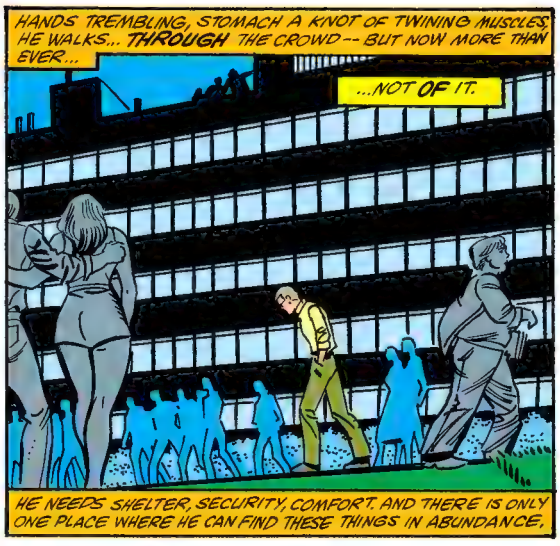
HA HA HA HA HA HA HA HA HA HA HA HA
...IT IS HIS OWN UTTER HUMILIATION...
ROGER-- HEY, ROGER!
BUT ROGER IS ALL TOO QUICKLY GONE.

AND PETER PARKER IS EXTREMELY ANNOYED!
WHAKASH
YOU--
--SELFISH--
--INCONSIDERATE--
--MORONS!

YOU THINK IT'S SO BLASTED FUNNY TO STEP ALL OVER A GUY WHOSE ONLY CRIME HAS BEEN A FEAR OF PEOPLE?
YOU THINK IT'S A MILLION LAUGHS TO MAKE ANOTHER HUMAN BEING FEEL LIKE DIRT-- TO HURT HIM--TO RUIN THE LITTLE BIT OF TRUST THAT HE'S GOT LEFT?

WELL, I THINK IT STINKS!
AND YOU CAN ALL GO FLUSH YOURSELVES DOWN THE NEAREST TOILET FOR ALL I CARE!
Y'KNOW, GUYS...
...HE'S RIGHT...

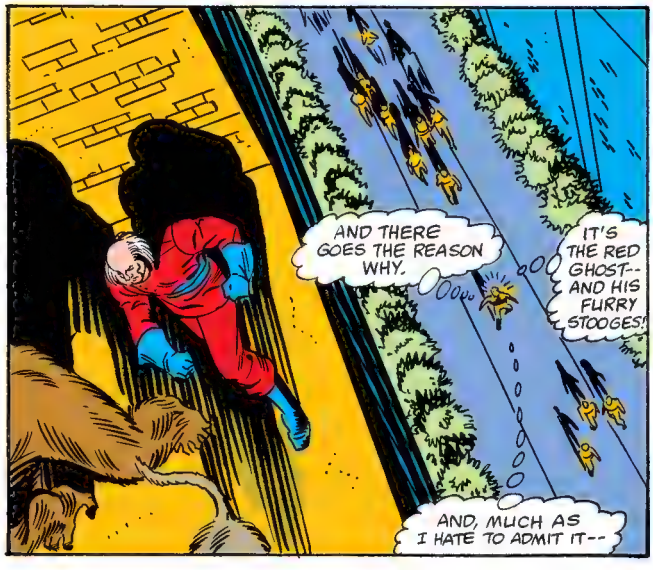

QUESTIONS OF RIGHT AND WRONG MEAN PRECIOUS LITTLE TO ROGER HOCHBERG AT THIS MOMENT.
HE FEELS USED.
HE FEELS SMALL.
VERY SMALL.

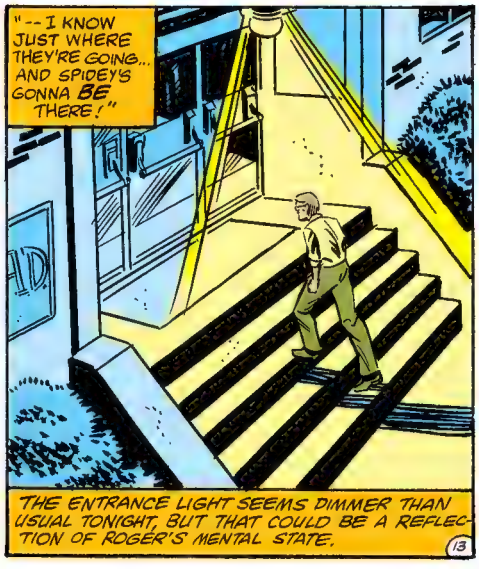

HANDS TREMBLING, STOMACH A KNOT OF TWINING MUSCLES, HE WALKS... THROUGH THE CROWD -- BUT NOW MORE THAN EVER...
...NOT OF IT.
HE NEEDS SHELTER, SECURITY, COMFORT. AND THERE IS ONLY ONE PLACE WHERE HE CAN FIND THESE THINGS IN ABUNDANCE.

THE ANNEX, PETS! OUR PREY IS HEADING FOR--

--THE ANNEX! THAT'S WHERE HE'S GOT TO BE!
I DON'T KNOW WHAT I'M GONNA SAY TO HIM WHEN I FIND HIM --
-- BUT I GOT ROGER INTO THIS--
--AND I CAN'T JUST LET HIM RUN OFF AND RETREAT BACK INTO HIMSELF!

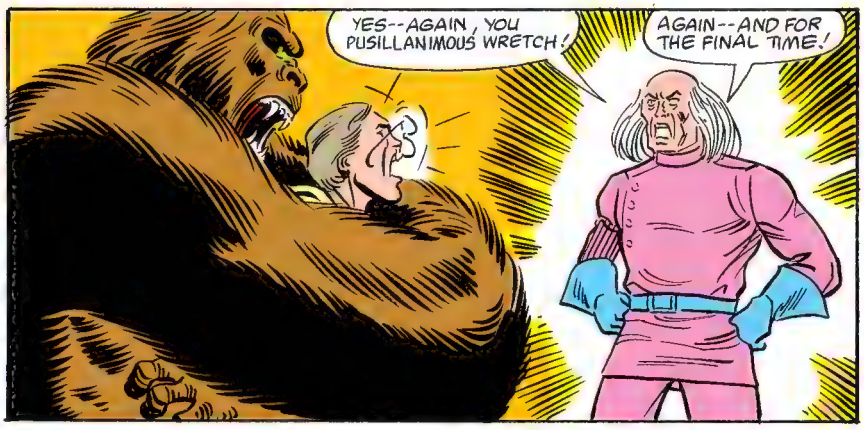
HE'S GOT TO--
UH-OH. THERE GOES MY DANGER SENSE.


AND THERE GOES THE REASON WHY.
IT'S THE RED GHOST-- AND HIS FURRY STOOGES!
AND, MUCH AS I HATE TO ADMIT IT--


"-- I KNOW JUST WHERE THEY'RE GOING... AND SPIDEY'S GONNA BE THERE!"
THE ENTRANCE LIGHT SEEMS DIMMER THAN USUAL TONIGHT, BUT THAT COULD BE A REFLECTION OF ROGER'S MENTAL STATE.

AND IS THAT WHY HE FEELS SUCH DREAD AS HE ENTERS THE VAULTED HALL?
IS IT JUST HIS INNER ANGUISH COLORING THE OUTER WORLD?
OR IS IT SOMETHING...

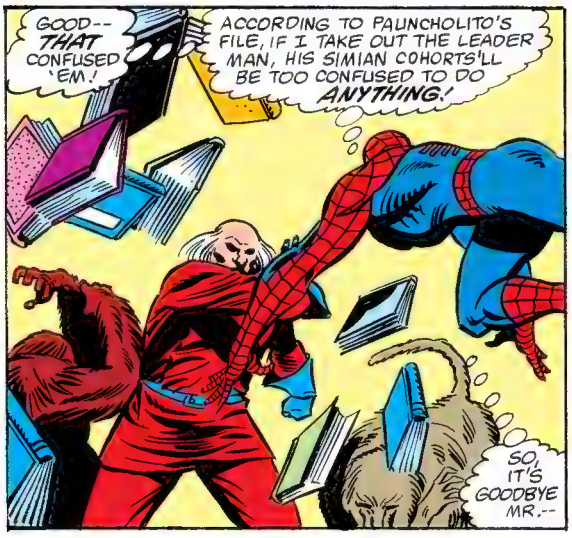
...MORE?
ROWARG
NO-- NOT AGAIN!
THE SIGHT OF THE GARGANTUAN GORILLA SUDDENLY FREES ROGER'S MEMORY OF THE PREVIOUS NIGHT, AND THEN--

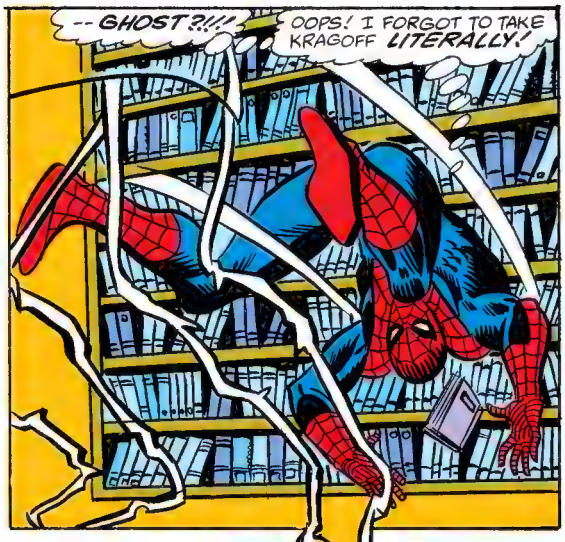

YES--AGAIN, YOU PUSILLANIMOUS WRETCH!
AGAIN--AND FOR THE FINAL TIME!

YOU SAID IT, JUNGLE JIM! FINAL AS FINAL CAN BE!
BASH!
LENIN'S BEARD!

I DO NOT KNOW WHO YOU ARE, MY GARISHLY-GARBED FRIEND--BUT YOU HAVE JUST MADE A FATAL ERROR!
GARISH?
GARISH?!

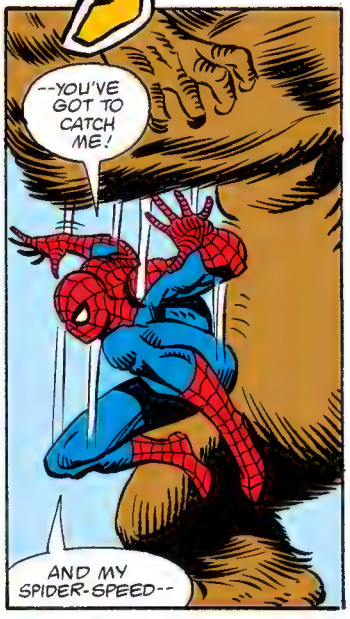
LOOK WHO'S CALLING WHOM GARISH!


GOOD-- THAT CONFUSED 'EM!
ACCORDING TO PAUNCHOLITO'S FILE, IF I TAKE OUT THE LEADER MAN, HIS SIMIAN COHORTS'LL BE TOO CONFUSED TO DO ANYTHING!
SO, IT'S GOODBYE MR.--

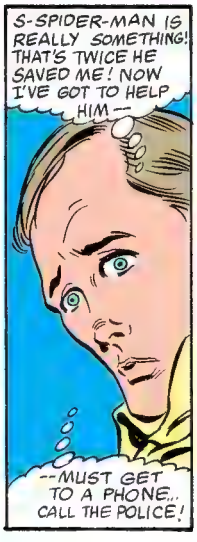

--GHOST?!!!
OOPS! I FORGOT TO TAKE KRAGOFF LITERALLY!

AND, WHILE THE WEB-SWINGER TAKES AN UNGRACEFUL TUMBLE...
...THE GHOST'S EVER-READY ORANG-UTAN SEIZES THE ADVANTAGE, USING ITS MAGNETIC POWERS TO LIFT SPIDEY UP...

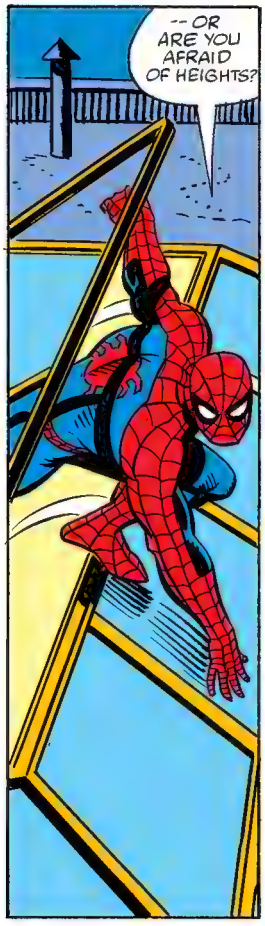
... AND HURL HIM INTO THE WAITING ARMS OF ONE RATHER IRASCIBLE GORILLA!
NO, NO, NO, HAIRY! BEFORE YOU CAN HURT ME--


--YOU'VE GOT TO CATCH ME!
AND MY SPIDER-SPEED--

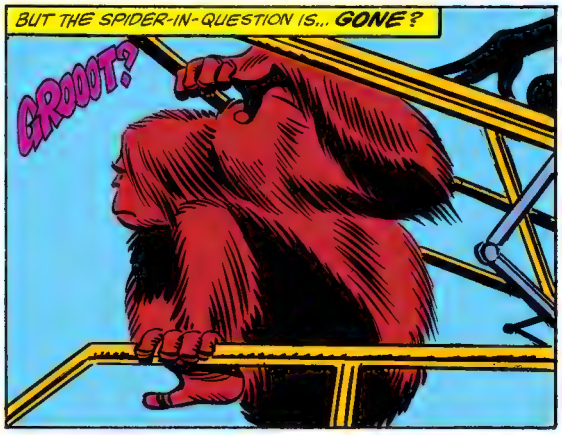
--NOT TO MENTION MY SIMPLY ASTONISHING WALL-CRAWLING ABILITIES--
--MAKES THAT VERRRY HARD!

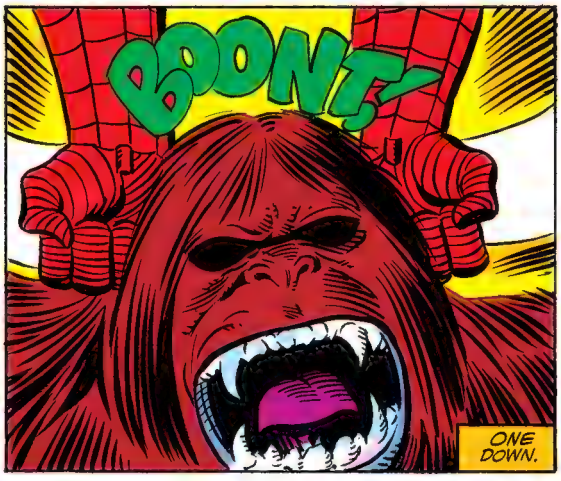

S-SPIDER-MAN IS REALLY SOMETHING! THAT'S TWICE HE SAVED ME! NOW I'VE GOT TO HELP HIM--
--MUST GET TO A PHONE... CALL THE POLICE!

WELL-- WHAT'RE YOU WAITING FOR, FELLAS?
C'MON-- FOLLOW ME UP--


--OR ARE YOU AFRAID OF HEIGHTS?

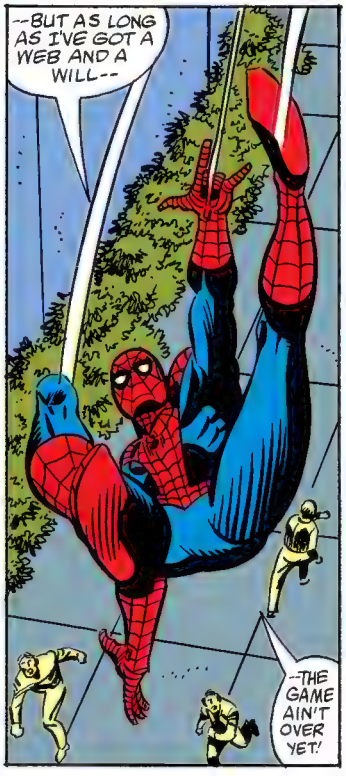
THEY'RE NOT.
THE TRIO OF SUPER-APES SCALES THE SKY-REACHING BOOKCASE WITH A NATURAL EASE.
THEY'RE OUT FOR BLOOD NOW. SPIDER'S BLOOD.

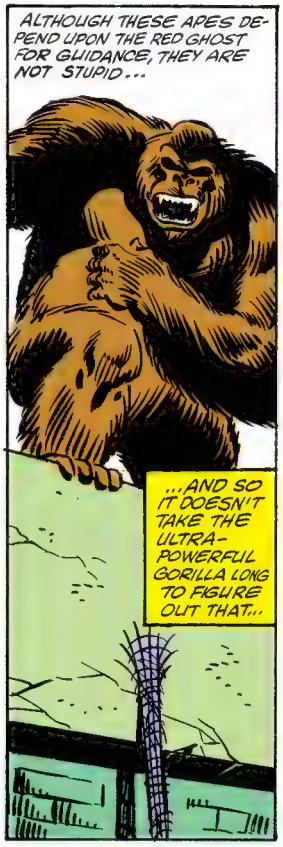

BUT THE SPIDER-IN-QUESTION IS... GONE?
GROOOT?


BOONT!
ONE DOWN.

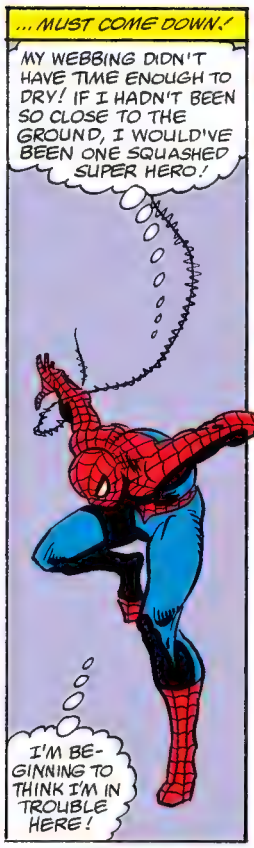
THREE TOO MANY TO GO!
YOU ARE NOT THE ONLY ONE WHO CAN CREEP UP ON AN ENEMY FROM BEHIND, FOOL!
I HAVE THE ABILITY TO APPEAR AND DISAPPEAR AT WILL!

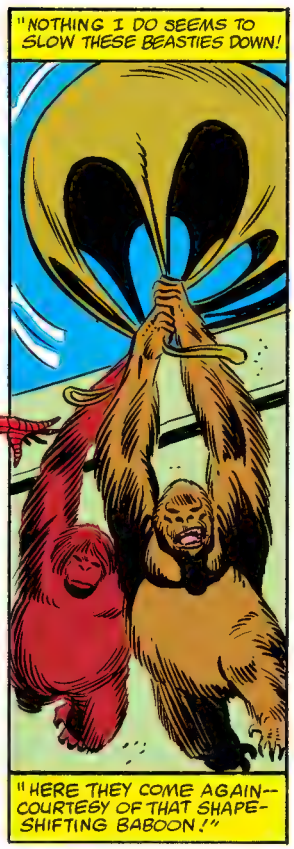
AND NOW--IF YOU WILL PARDON ME--
--I THINK I SHALL MAKE YOU DIS-APPEAR! WHAT? YOU'RE LEAP-ING AWAY--?
YOU STARTLED ME THERE FOR A MINUTE WITH YOUR INVISIBLE MAN ROU-TINE, GHOSTY --


--BUT AS LONG AS I'VE GOT A WEB AND A WILL--
--THE GAME AIN'T OVER YET!

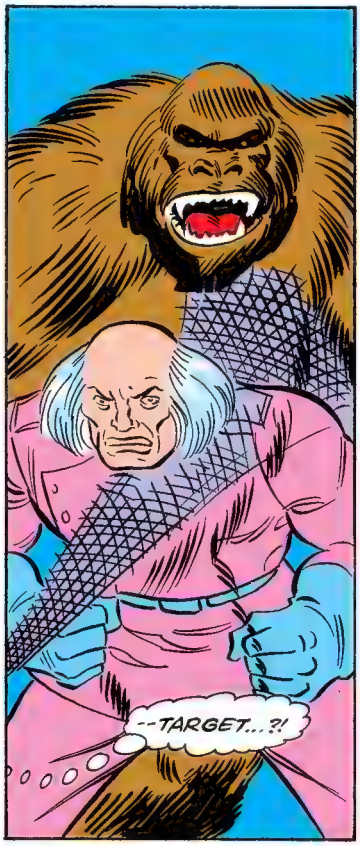

ALTHOUGH THESE APES DEPEND UPON THE RED GHOST FOR GUIDANCE, THEY ARE NOT STUPID...
...AND SO IT DOESN'T TAKE THE ULTRA-POWERFUL GORILLA LONG TO FIGURE OUT THAT...

...WHAT GOES UP...
SNAP!

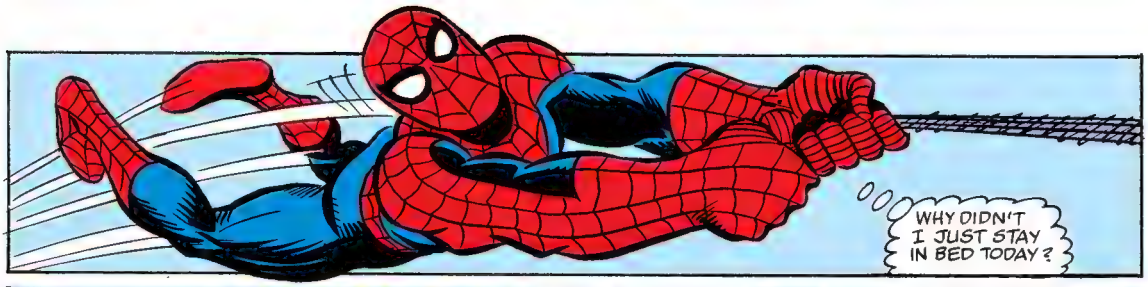

...MUST COME DOWN!
MY WEBBING DIDN'T HAVE TIME ENOUGH TO DRY! IF I HADN'T BEEN SO CLOSE TO THE GROUND, I WOULD'VE BEEN ONE SQUASHED SUPER HERO!
I'M BEGINNING TO THINK I'M IN TROUBLE HERE!

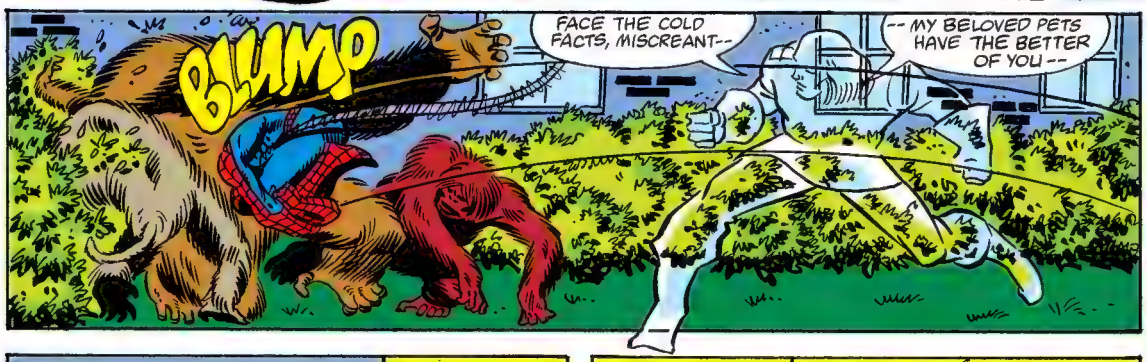

"NOTHING I DO SEEMS TO SLOW THESE BEASTIES DOWN!
"HERE THEY COME AGAIN--COURTESY OF THAT SHAPE-SHIFTING BABOON!"

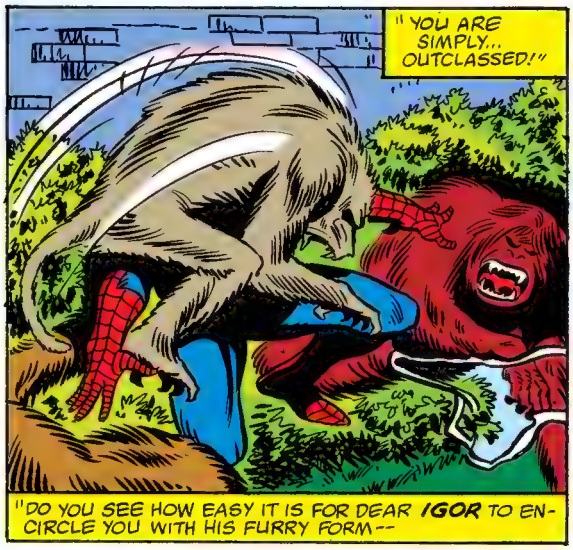
AND HERE'S GHOSTY--RIGHT ON CUE--
AND RIGHT ON--

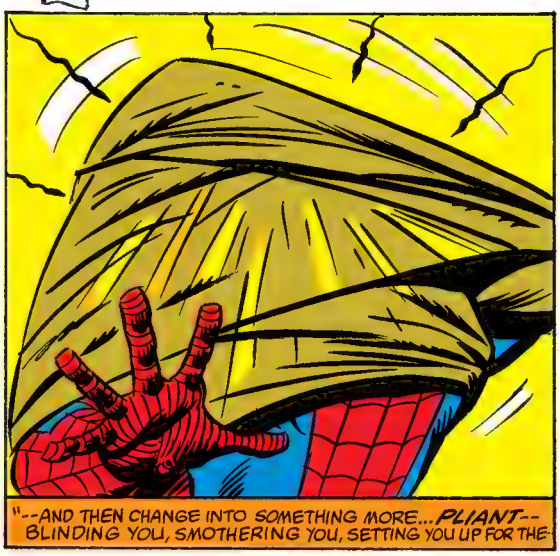

--TARGET...?!

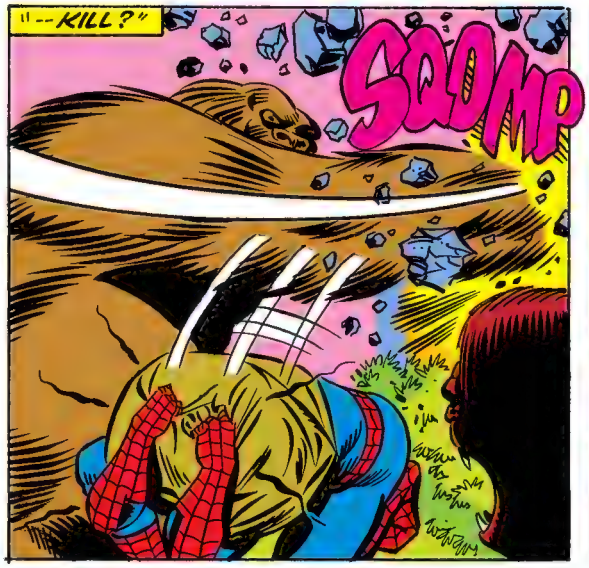
AW, NO--MY WEBBING WENT RIGHT THROUGH 'IM! AND NOW MISTER MUSCLES HAS GOT IT!

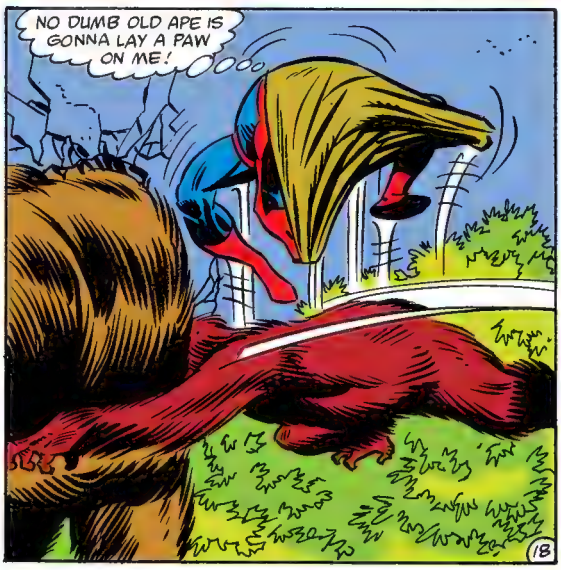

WHY DIDN'T I JUST STAY IN BED TODAY?

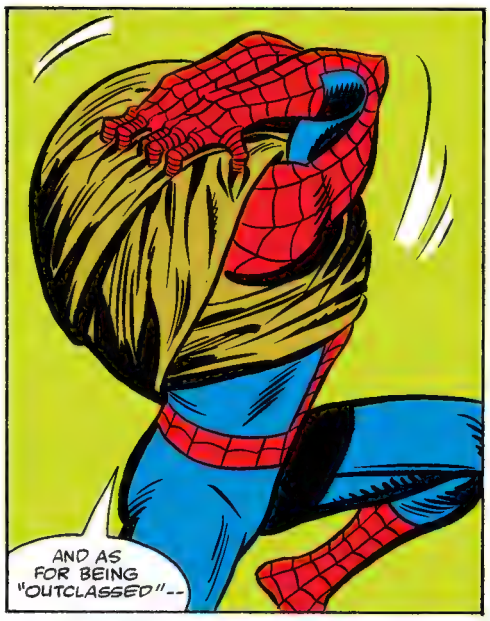

BLUMP
FACE THE COLD FACTS, MISCREANT--
--MY BELOVED PETS HAVE THE BETTER OF YOU--


"YOU ARE SIMPLY... OUTCLASSED!"
"DO YOU SEE HOW EASY IT IS FOR DEAR IGOR TO ENCIRCLE YOU WITH HIS FURRY FORM--

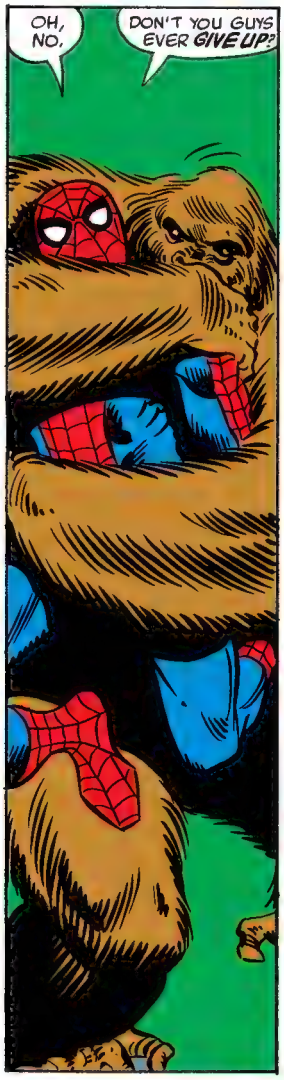

"--AND THEN CHANGE INTO SOMETHING MORE... PLIANT-- BLINDING YOU, SMOTHERING YOU, SETTING YOU UP FOR THE-


"--KILL?"
SQOMP


NO DUMB OLD APE IS GONNA LAY A PAW ON ME!

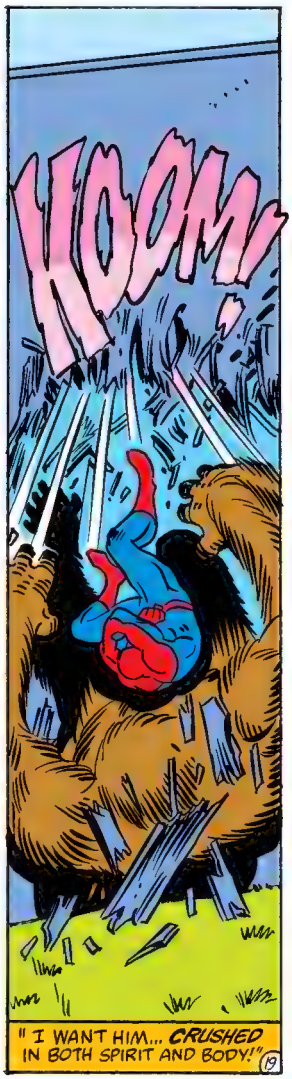

AND AS FOR BEING "OUTCLASSED"--

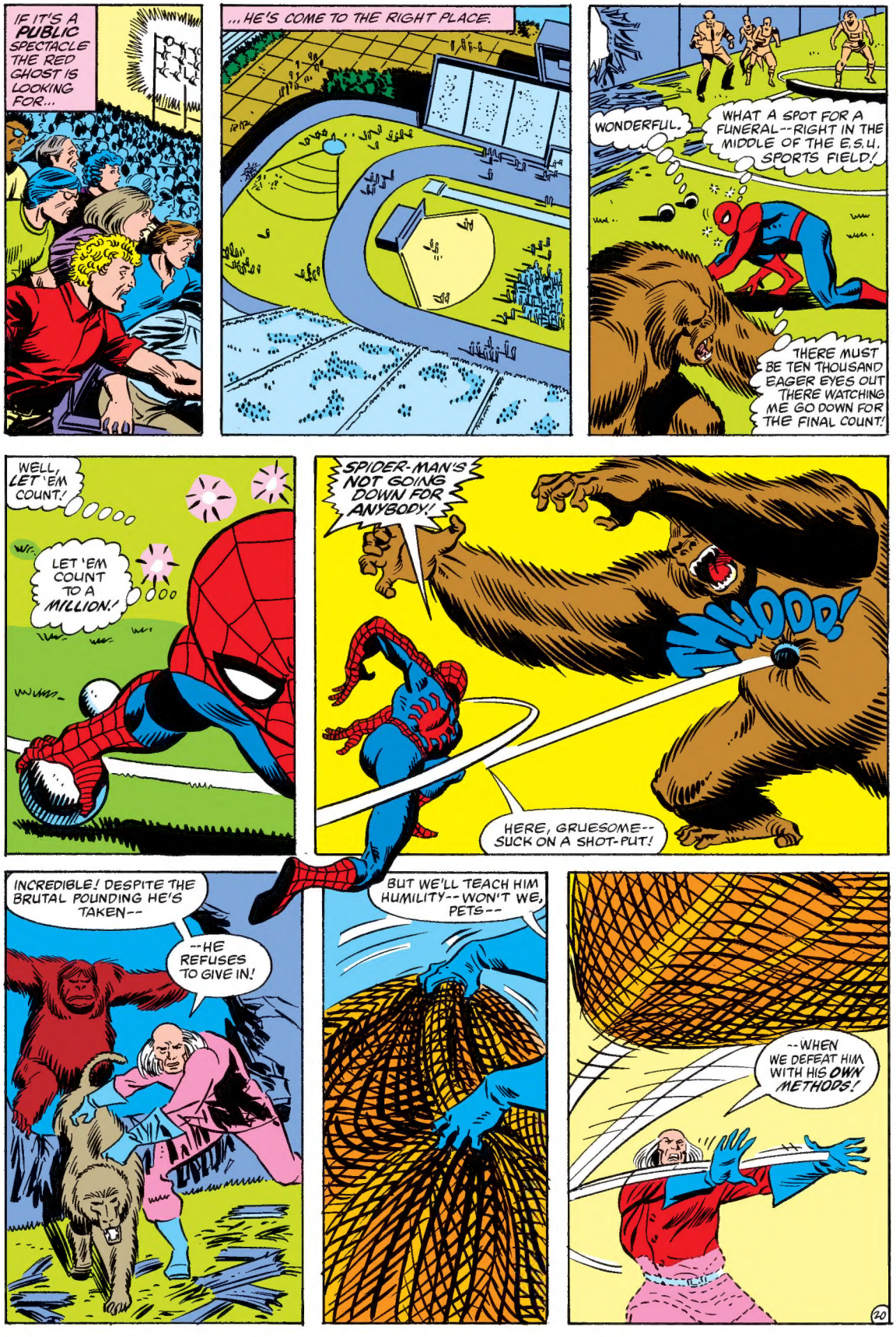
--TRY THIS ON FOR SIZE, CHEETAH!

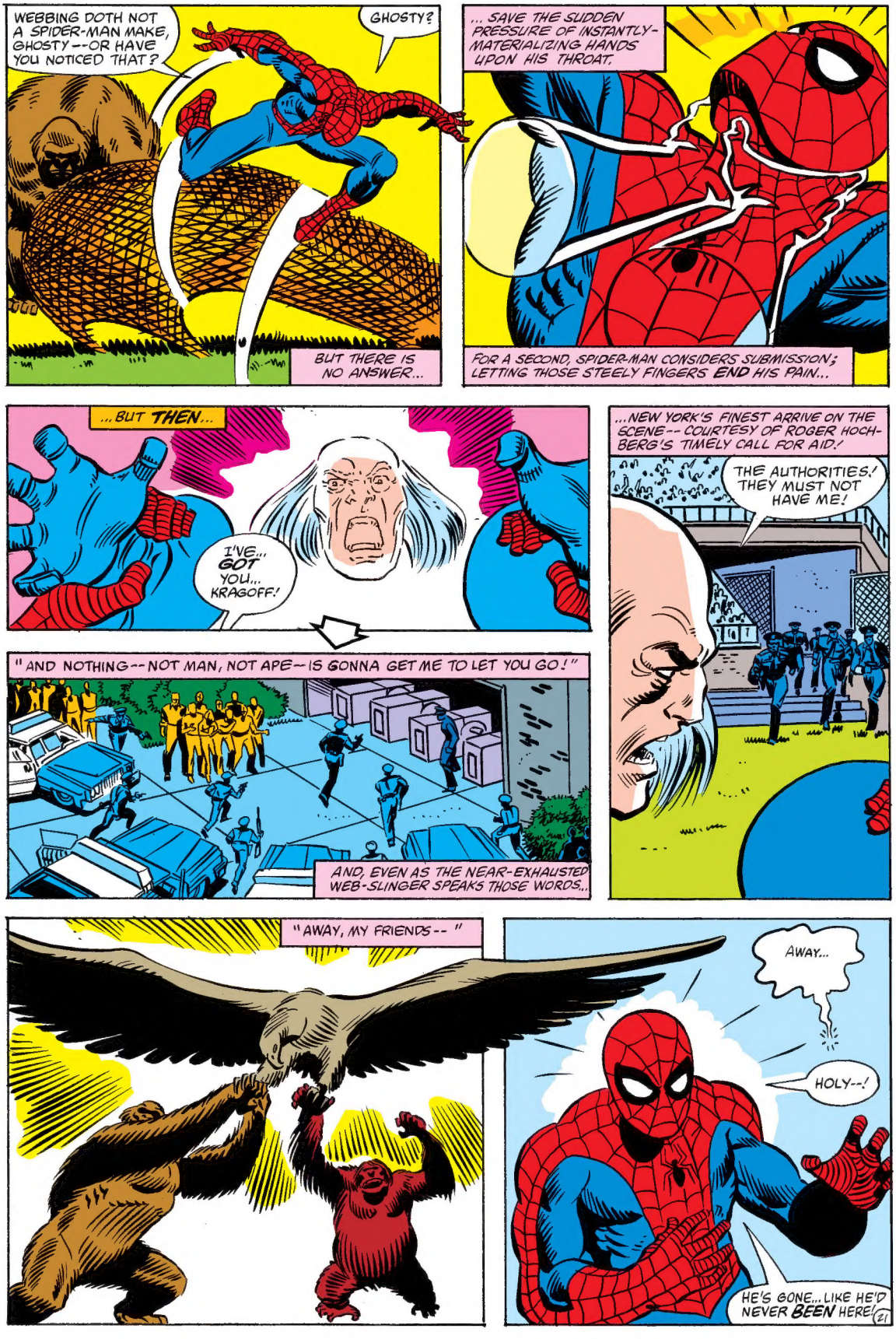

OH, NO,
DON'T YOU GUYS EVER GIVE UP?

SURRENDER IS NOT IN THE RED GHOST'S VOCABULARY, MAN-SPIDER! ESPECIALLY NOT WHEN VICTORY IS SO CERTAIN-- SO CLOSE!
NOW, PEOTOR--

"--USE YOUR MAGNETIC GIFT TO CARRY THEM INTO THAT NEARBY STADIUM!
"SINCE HE HAS ALREADY EXPOSED MY PRESENCE, I WANT THIS JACKANAPES' DEFEAT TO BE PUBLIC! I WANT TO SEE HIM HUMILIATED BEFORE THOUSANDS OF HIS COUNTRY MEN!


KOOM!
" I WANT HIM... CRUSHED IN BOTH SPIRIT AND BODY!"

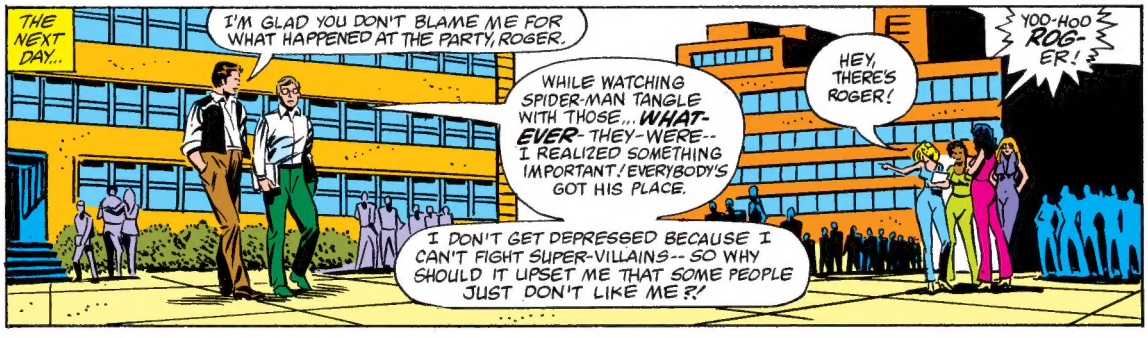

IF IT'S A PUBLIC SPECTACLE THE RED GHOST IS LOOKING FOR...
...HE'S COME TO THE RIGHT PLACE.
WONDERFUL.
WHAT A SPOT FOR A FUNERAL--RIGHT IN THE MIDDLE OF THE E.S.U. SPORTS FIELD!
THERE MUST BE TEN THOUSAND EAGER EYES OUT THERE WATCHING ME GO DOWN FOR THE FINAL COUNT!
WELL, LET 'EM COUNT!
LET 'EM COUNT TO A MILLION!
SPIDER-MAN'S NOT GOING DOWN FOR ANYBODY!
HUDDD!
HERE, GRUESOME--SUCK ON A SHOT-PUT!
INCREDIBLE! DESPITE THE BRUTAL POUNDING HE'S TAKEN--
--HE REFUSES TO GIVE IN!
BUT WE'LL TEACH HIM HUMILITY--WON'T WE, PETS--
--WHEN WE DEFEAT HIM WITH HIS OWN METHODS!

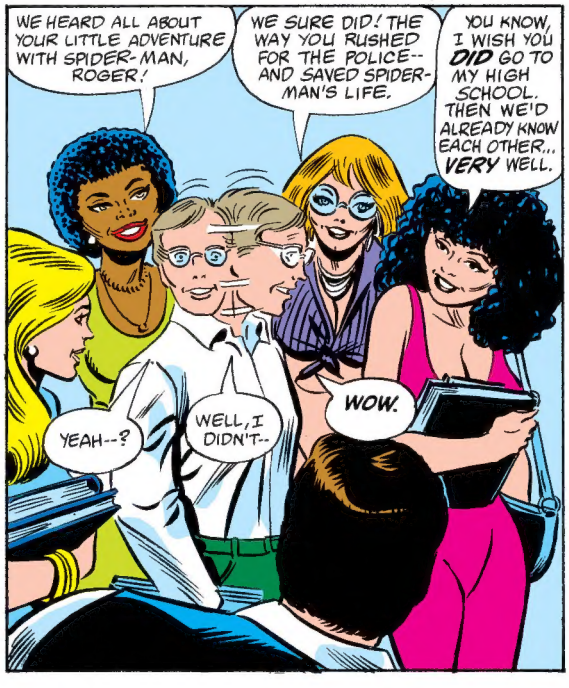

WEBBING DOTH NOT A SPIDER-MAN MAKE, GHOSTY--OR HAVE YOU NOTICED THAT?
GHOSTY?
BUT THERE IS NO ANSWER...
... SAVE THE SUDDEN PRESSURE OF INSTANTLY-MATERIALIZING HANDS UPON HIS THROAT.
FOR A SECOND, SPIDER-MAN CONSIDERS SUBMISSION; LETTING THOSE STEELY FINGERS END HIS PAIN...
...BUT THEN...
I'VE... GOT YOU... KRAGOFF!
"AND NOTHING--NOT MAN, NOT APE--IS GONNA GET ME TO LET YOU GO!"
AND, EVEN AS THE NEAR-EXHAUSTED WEB-SLINGER SPEAKS THOSE WORDS...
...NEW YORK'S FINEST ARRIVE ON THE SCENE--COURTESY OF ROGER HOCHBERG'S TIMELY CALL FOR AID!
THE AUTHORITIES! THEY MUST NOT HAVE ME!
"AWAY, MY FRIENDS--"
AWAY...
HOLY--!
HE'S GONE... LIKE HE'D NEVER BEEN HERE!
21

YOU CAN PUT THOSE GUNS AWAY, GUYS--
--THAT APE-IN-DRAG IS FLAPPING ITS WINGS TO BEAT THE BAND--!

WE'VE LOST THEM!

AFTER ALL THAT-- THEY GET AWAY SCOT FREE!
SOMETIMES THERE'S JUST NO JUSTICE IN THIS WORLD--
--NO JUSTICE AT ALL.


THE NEXT DAY...
I'M GLAD YOU DON'T BLAME ME FOR WHAT HAPPENED AT THE PARTY, ROGER.
WHILE WATCHING SPIDER-MAN TANGLE WITH THOSE... WHAT-EVER- THEY-WERE-- I REALIZED SOMETHING IMPORTANT! EVERYBODY'S GOT HIS PLACE.
I DON'T GET DEPRESSED BECAUSE I CAN'T FIGHT SUPER-VILLAINS-- SO WHY SHOULD IT UPSET ME THAT SOME PEOPLE JUST DON'T LIKE ME?!
HEY, THERE'S ROGER!
YOO-HOO ROG-ER!


WE HEARD ALL ABOUT YOUR LITTLE ADVENTURE WITH SPIDER-MAN, ROGER!
WE SURE DID! THE WAY YOU RUSHED FOR THE POLICE-- AND SAVED SPIDER-MAN'S LIFE.
YOU KNOW, I WISH YOU DID GO TO MY HIGH SCHOOL. THEN WE'D ALREADY KNOW EACH OTHER... VERY WELL.
YEAH--?
WELL, I DIDN'T--
WOW.

WELL, WHAT DO YOU KNOW?
MAYBE THERE IS SOME JUSTICE IN THE WORLD AFTER ALL!
AT THE LEAST-- THERE'S HOPE.
END

E
E
M
R
P
I
Shadowcat